

## COVINGTON

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August 31, 2017

### Via Hand Delivery and ECFS

Ms. Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 Twelfth Street, SW  
Washington, DC 20554

Re: *Ex Parte* Presentation, WC Docket No. 16-403

Dear Ms. Dortch:

Yesterday, representatives of CenturyLink, Inc. (“CenturyLink”) and Level 3 Communications, Inc. (“Level 3,” and together with CenturyLink, the “Applicants”) spoke by telephone with Terri Natoli and Virginia Metallo of the Commission’s Wireline Competition Bureau regarding an update to certain synergy and benefit calculations that were contained in CenturyLink’s July 5, 2017, Highly Confidential supplemental response to RFI Number 5, which sought information and documentation pertaining to the efficiencies and synergies resulting from the proposed transaction.<sup>1</sup> I participated in the call for CenturyLink, and Mia Hayes of Willkie Farr & Gallagher LLP participated in the call for Level 3. The updates discussed on the call, which pertained to the most current synergy and benefit figures, are described in Highly Confidential Attachment A to this submission [Bates Numbers CTLLVLT-000162 through CTLLVLT-000178].

In a subsequent telephone call later that day between me, Ms. Natoli, and Ms. Hayes, I explained that CenturyLink expects to realize the more current synergy and benefit figures in each of the five years following consummation of the transaction at the same or better realization rates than were reflected in prior submissions.<sup>2</sup>

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<sup>1</sup> See CenturyLink, Inc., Notice of *Ex Parte* Presentation, WC Docket No. 16-403 (filed July 5, 2017).

<sup>2</sup> Specifically, in the chart describing synergy realization values (from which realization rates can be calculated) during years 1-5 on page 8 of Highly Confidential Exhibit 4(c)-30, which accompanied CenturyLink’s July 5, 2017, submission.

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The document submitted herewith is Highly Confidential and therefore is marked “HIGHLY CONFIDENTIAL INFORMATION — SUBJECT TO PROTECTIVE ORDER IN WC DOCKET NO. 16-403 BEFORE THE FEDERAL COMMUNICATIONS COMMISSION.” Consistent with the instructions in the Protective Order in this docket, this Highly Confidential document is being hand-filed, and copies are being provided to Commission staff and will be made available to third parties pursuant to the terms of the Protective Order. The Applicants’ redacted submission is marked “REDACTED — FOR PUBLIC INSPECTION” and is being filed electronically in the Commission’s Electronic Comment Filing System.

Pursuant to the Commission’s rules, a copy of this notice is being filed in the above-referenced docket. Any questions concerning this submission should be addressed to the undersigned.

Respectfully submitted,

/s/

Yaron Dori  
*Counsel to CenturyLink, Inc.*

cc: Terri Natoli  
Virginia Metallo  
Darren Fernandez  
Thomas Jones (Counsel to Level 3)  
Mia Guizzetti Hayes (Counsel to Level 3)

Attachment

Attachment A [Bates Numbers CTLLVLT-000162 through CTLLVLT-000178] is Highly Confidential in its entirety.